

Jacob A. Manheimer, Esq. (JM 9540)
Keith J. Cunningham, Esq.
PIERCE ATWOOD LLP
One Monument Square
Portland, ME 04101
Tele: (207) 791-1100
Fax: (207) 791-1350
Email: jmanheimer@pierceatwood.com
Email: kcunningham@pierceatwood.com

Attorneys for FCI Connectors Hungary GmbH, FCI Korea Ltd. and FCI USA, Inc.

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:	:	Chapter 11
	:	Case No. 05-44481 (RDD)
DELPHI CORPORATION, <i>et al.</i> ,	:	
	:	(Jointly Administered)
Debtors.	:	

**RESPONSE OF FCI CONNECTORS HUNGARY GMBH, FCI KOREA LTD.
AND FCI USA, INC. TO DEBTORS' FORTY-THIRD OMNIBUS OBJECTION
(CLAIMS NOS. 19720, 19721, 19722 AND 19723)**

FCI Connectors Hungary GmbH, FCI Korea Ltd. and FCI USA, Inc. (collectively, the “Claimants”), by their undersigned counsel, pursuant to an extension of the response deadline granted to Claimants by the Debtors, hereby respond to the Debtors’ Forty-Third Omnibus Claims Objection (the “Objection”) as follows:

1. On November 4, 2009, each of the Claimants timely filed administrative expense claims in this case for electrical connectors delivered to the Debtors between June 1, 2009 and October 6, 2009 (individually a “Claim” and collectively, the “Claims”).

2. Attached to each Claim was a detailed spreadsheet identifying for each invoice as to which the Claimant asserted amounts due, the invoice (reference) number, invoice date and amount due. In addition, each Claim provided that “[c]opies of invoices, proof of delivery and other supporting documentation, if any, for any and all administrative claims asserted herein will be made available upon written request addressed to [Claimants’ counsel.]”

3. The Debtors do not assert in the Objection that the Claimants have not provided, or made available to Debtors, sufficient documentation to establish a right to payment. Rather, the Debtors seek to have the Claims disallowed and expunged on the basis that the Claims have been satisfied in the ordinary course of business between the Claimants and the Debtors.

4. Although a substantial portion of the Claims has been satisfied in the ordinary course of business between the Claimants and the Debtors, USD 109,384.53 and EUR 14,067.60 remain due and owing to the Claimants as of the date hereof as shown below and in the more details spreadsheets appended hereto as Exhibit A (collectively, the “Unpaid Claims”):

Claimant	Claim No.	Original Claim Amount (USD)	Original Claim Amount (EUR) ¹	Amount Remaining Unpaid (USD)	Amount Remaining Unpaid (EUR)
FCI Connectors Hungary GmbH	19720	114,330.07	0.00	91,751.13	0.00
FCI Connectors Hungary GmbH	19722	0.00	117,560.06	0.00	14,067.60
FCI Korea Ltd.	19721	11,041.61	0.00	4,070.30	0.00

¹ The Notice of Objection to Claim No. 19722, which was filed by FCI Connectors Hungary GmbH in Euros, incorrectly states that the Claim was filed in the unliquidated amount of \$0.00.

Claimant	Claim No.	Original Claim Amount (USD)	Original Claim Amount (EUR) ¹	Amount Remaining Unpaid (USD)	Amount Remaining Unpaid (EUR)
FCI USA, Inc.	19723	933,834.06	0.00	13,563.10	0.00

5. The Unpaid Claims are entitled to administrative priority status under section 503(b)(1)(A) of the Bankruptcy Code: the Unpaid Claims are for electrical connectors that were used by the Debtors in their day to day business operations and were delivered to the Debtors between June 1, 2009 and October 6, 2009.

6. The Debtors have failed to meet their burden of submitting any credible factual or legal support for the disallowance and expungement of the Unpaid Claims. Unsupported assertions that the Unpaid Claims have been satisfied in the ordinary course of business between the Claimants and the Debtors are insufficient to rebut the *prima facie* validity of the Unpaid Claims.

7. Claimants are currently attempting to resolve the Objection through negotiations with the Debtors. However, in the event that Claimants are not able to resolve the Objection with the Debtors, the Claimants ask the Court to deny the Objection to the extent that it seeks to disallow and expunge the Unpaid Claims.

8. Claimants expressly reserve all rights to amend or supplement this response as circumstances may warrant.

WHEREFORE, Claimants respectfully request that this Court enter an order (i) denying the Objection insofar as its seeks to disallow and expunge the Unpaid Claims; (ii) allow the Unpaid Claims in full; and (iii) grant such other and further relief to the Claimants as is appropriate.

Dated: Portland, Maine
February 23, 2010

PIERCE ATWOOD LLP

By: /s/ Jacob A. Manheimer
Jacob A. Manheimer, Esq. (JM 9540)
Keith J. Cunningham, Esq.
One Monument Square
Portland, Maine 04101
(207) 791-1100
(207) 791-1350 (Fax)
jmanheimer@pierceatwood.com
kcunningham@pierceatwood.com

Attorneys for:
FCI Connectors Hungary GmbH;
FCI Korea Ltd. and
FCI USA, Inc.

EXHIBIT A

FCI Affiliates Summary

<u>FCI Entity</u>		<u>Original Proof of Claim</u>		<u>Current Invoice Status</u>
FCI USA, Inc	\$	933,834.06	\$	13,563.10
FCI Connectors Hungary	€	117,560.06	€	14,067.60
FCI Connectors Hungary	\$	114,330.07	\$	91,751.13
FCI Korea Ltd	\$	11,041.61	\$	4,070.30

FCI CONNECTORS HUNGARY GMBH

Claim No. 19722

<u>Invoice No.</u>	<u>Invoice Date</u>	<u>Amount Unpai</u>	<u>Curr</u>
IH153160	10/1/2009	13,335.60	EUR
IH151731	8/10/2009	432.00	EUR
IH153093	9/29/2009	300.00	EUR
		14,067.60	

Claim No. 19720

IH150454	6/24/2009	426.83	USD
IH150717	7/2/2009	1,900.00	USD
IH151148	7/20/2009	7,696.00	USD
IH151186	7/21/2009	2,076.41	USD
IH151251	7/22/2009	11,837.96	USD
IH151404	7/29/2009	9,052.00	USD
IH151406	7/29/2009	4,415.40	USD
IH151463	7/30/2009	701.3	USD
IH151626	8/6/2009	1,808.00	USD
IH151735	8/11/2009	5,424.19	USD
IH151736	8/11/2009	8,148.00	USD
IH152001	8/24/2009	1,776.15	USD
IH152148	8/27/2009	15,620.00	USD
IH152354	9/3/2009	12,000.00	USD
IH152534	9/10/2009	4,520.00	USD
IH152558	9/10/2009	957.09	USD
IH152767	9/17/2009	3,391.80	USD
		91,751.13	

FCI Korea Ltd. (Claim No. 19721)

<u>INVOICE</u>	<u>INV DATE</u>	<u>DU DATE</u>	<u>UNPAID AMOUNT</u>
135564 IV135564	7/29/2009	8/30/2009	587.10 USD
135908 IV135908	8/11/2009	9/30/2009	240.00
136644 IV136644	8/26/2009	9/30/2009	1,407.22
137438 IV137438	9/10/2009	10/30/2009	225.52
137699 IV137699	9/17/2009	10/30/2009	1,610.46
			<u>4,070.30</u>

FCI USA, Inc. (Claim No. 19723)

<u>Invoice No</u>	<u>Invoice Date</u>	<u>Due Date</u>	<u>Unpaid Amount</u>
1229	1/7/2009	3/8/2009	840.00
1230	1/7/2009	3/8/2009	840.00
1231	1/7/2009	3/8/2009	840.00
149170	3/31/2009	5/30/2009	250.00
1752	6/25/2009	8/24/2009	750.00
DEL63009	6/30/2009	8/29/2009	3,300.00
MX081869	7/3/2009	9/1/2009	3,293.21
151414	8/14/2009	10/13/2009	263.34
2138	9/2/2009	11/29/2009	268.20
152407	9/23/2009	11/22/2009	643.50
2439	9/29/2009	11/29/2009	721.75
152679	9/30/2009	11/29/2009	877.50
152689	10/1/2009	12/10/2009	675.60
			13,563.10